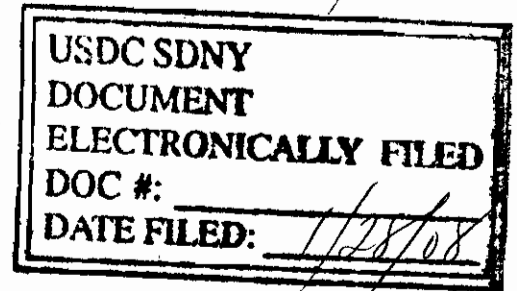


Preska, J

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK



FRANK DEVINO,

Plaintiff,

-against-

PENTHOUSE MEDIA GROUP INC.,

Defendant.

07 CV 7510 (LAP)(MHD)

STIPULATION AND ORDER OF FINAL DISMISSAL WITH PREJUDICE

IT IS HEREBY STIPULATED AND AGREED, by and between Plaintiff Frank Devino and Defendant Penthouse Media Group Inc., through their respective undersigned counsel, that the above-captioned action shall be and hereby is dismissed in its entirety, with prejudice, and with no award of attorneys' fees or costs by the Court to any Party. The Parties request, however, that the Court retain jurisdiction over this matter to enforce the terms of the Parties' separate Confidential Negotiated Settlement Agreement, if necessary.

LAW OFFICES OF THOMAS S. ROSENTHAL
11 Broadway, Suite 2150
New York, New York 10004
(212) 582-6651

1-17-08
Date

By: [Signature]
Thomas S. Rosenthal (TR 8021)
Attorneys for Plaintiff

JACKSON LEWIS LLP
One North Broadway
White Plains, New York 10601
(914) 328-0404

1/18/08
Date

By: [Signature]
Jonathan M. Kozak (JK 9619)
Attorneys for Defendant

SO ORDERED:

Dated: _____, 2008

[Signature]
Hon. Loretta A. Preska
United States District Judge

The Clerk of the Court shall mark this action closed and all pending motions denied as moot.

SO ORDERED:

[Signature]
LORETTA A. PRESKA, U.S.D.J.

January 25, 2008